

SCHRADER DUNCAN LIMITED

CORPORATE GOVERNANCE COMPLIANCE REPORT

Name of the Company: Schrader Duncan Limited

(Script Code: 504908)

Quarter ending on: 30th September, 2014

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
(1)	(2)	(3)	(4)
I Board of Directors	49 I		
(A) Composition of Board	49(IA)	Yes	-
(B) Non-executive Directors' compensation & disclosures	49 (IB)	Yes	-
(C) Other provisions as to Board and Committees	49 (IC)	Yes	-
D) Code of Conduct	49 (ID)	Yes	-
II. Audit Committee	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	-
(B) Meeting of Audit Committee	49 (IIB)	Yes	-
(C) Powers of Audit Committee	49 (IIC)	Yes	-
(D) Role of Audit Committee	49 (IID)	Yes	-
(E) Review of Information by Audit Committee	49 (IIE)	Yes	-
III. Subsidiary Companies	49 (III)	Yes	-

IV. Disclosures	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	NA	-
(B) Disclosure of Accounting Treatment	49 (IV B)	NA	-
(C) Board Disclosures	49 (IV C)	Yes	-
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	N.A	No public/ rights/ preferential Issue was made by the Company in the recent past
(E) Remuneration of Directors	49 (IV E)	Yes	Included in the Annual Report of the Company for the year 2013-14
(F) Management	49 (IV F)	Yes	
(G) Shareholders	49 (IV G)	Yes	
V.CEO/CFO Certification	49 (V)	Yes	Included in the Annual Report of the Company for the year 2013-14
VI. Report on Corporate Governance	49 (VI)	Yes	
VII. Compliance	49 (VII)	Yes	

For Schrader Duncan Limited

Nirnoy Sur
Company Secretary
Place: Pune